

SUPERIOR COURT OF ARIZONA
MARICOPA COUNTY

CV 2007-022770

11/16/2010

HONORABLE EMMET RONAN

CLERK OF THE COURT
M. Postert
Deputy

ARACAJU INC, et al.

ROGER C DECKER

v.

TRUE NORTH INC, et al.

BRADLEY D WEECH

RYAN W ANDERSON

MINUTE ENTRY

The parties and their counsel have agreed on the basic format for the Allocation of Assets and Liabilities of the 8 Receivership Companies that are involved in this case. They disagree as to certain time frames and which party should “start” the process of identification of assets and liabilities. The Court has reviewed the proposed Rule 80(d) agreement the parties were working on last summer. The Court enters the following orders.

1. On or before December 13, 2010, Nathan shall deliver to Dale an itemized identification and allocation of the assets and liabilities of each of the separate Receivership Companies, in an electronic Microsoft Excel format, along with hard copies and/or electronic copies of all documentation that supports his position on each of the covered assets and liabilities.
2. Dale will then have 28 calendar days from the date of actual receipt of Nathan’s itemized identification and allocation list and documentation of the assets and liabilities of each of the separate Receivership Companies, as

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identified in paragraph 3, in which to make corrections and/or amendments to Nathan's list, and deliver such list of corrections and/or amendments to Nathan. Dale's corrections and/or amendments shall include the basis and/or documentation, if any, for each correction and/or amendment and shall be provided to Nathan in an electronic Microsoft Excel and/or Microsoft Word format.

3. Dale's response time described above shall be extended for two additional days for each day beyond December 13, 2010 that it takes for Nathan to deliver his list and supporting documents, as described in paragraph 3, to Dale.
4. Should Dale fail to deliver to Nathan any correction and/or amendment to Nathan's compliant allocation list within the time period provided above, or should Dale deliver to Nathan a Notice of No Corrections or Amendments, Nathan's itemized allocation list shall be considered to be final, binding, and conclusive on the parties in this matter.
5. Should Dale timely deliver to Nathan a list of corrections and/or amendments to Nathan's list of the assets and liabilities of each of the separate Receivership Companies, Nathan shall then have 14 calendar days from delivery of Dale's corrections and/or amendments in which to deliver to Dale his objection(s), and supporting documentation in writing, if any, to Dale's corrections and/or amendments. Nathan's objection(s), if any, shall be limited to those items marked as corrections and/or amendments by Dale, shall be listed individually, and shall provide the basis for each objection.
6. Should Nathan fail to timely deliver to Dale any objection(s) relating to Dale's corrections and/or amendments, or should Nathan deliver to Dale a Notice of No Objections to Corrections or Amendments, Nathan's list of assets and liabilities of the Receivership Companies as amended by Dale's list of corrections and/or amendments, shall be considered final, binding, and conclusive on the parties in this matter.
7. Should Nathan timely object to Dale's corrections and/or amendments, only those matters objected to and disputed shall be submitted to Mr. Peter Davis for Mr. Davis's final determination of the proper categorization of the asset(s) and/or liability(ies) of the Receivership Companies.

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8. In determining the proper allocation of any disputed asset and/or liability, Mr. Davis will be free to consider any information that he deems appropriate, including, but not limited to: 1) any knowledge and understanding of the Companies and their operations that is possessed by him, any of his employees, the current or former accountants of the Companies, or any current or former employees of the Companies; 2) Nathan's original allocation of the asset or liability, and Nathan's supporting documentation; 3) Dale's corrections and/or amendments along with Dale's explanation and documentation; 4) Nathan's objections, along with Nathan's explanation and documentation, and 5) anything else that Peter Davis deems appropriate or necessary.
9. Mr. Davis shall then make any necessary decisions relating to the disputed item(s) as soon as is practicable, and his decision shall be considered final, binding, and conclusive on the parties in this matter.

IT IS FURTHER ORDERED setting a Status Conference for **February 7, 2011 at 1:30 p.m.** in this division. If the parties have not been able to come to an agreement on the issue of whether there will be one overall offer for all 8 companies or multiple offers, the Court will hear brief argument on that issue at this hearing. Counsel shall submit any written memoranda on that issue on or before February 3, 2011.

This case is eFiling eligible: <http://www.clerkofcourt.maricopa.gov/efiling/default.asp>